

## TRADEMARK ASSIGNMENT COVER SHEET

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Stylesheet Version v1.2

ETAS ID: TM784437

<b>SUBMISSION TYPE:</b>	RESUBMISSION		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>RESUBMIT DOCUMENT ID:</b>	900735119		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
SMILEDIRECTCLUB, LLC		04/27/2022	Limited Liability Company: TENNESSEE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	SDC U.S. SMILEPAY SPV		
<b>Street Address:</b>	1100 N. Market Street		
<b>City:</b>	Wilmington		
<b>State/Country:</b>	DELAWARE		
<b>Postal Code:</b>	19890		
<b>Entity Type:</b>	statutory trust: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	6701967	SMILE JOURNEY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3128324700		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	312 832-4500		
<b>Email:</b>	jrodriguez@foley.com		
<b>Correspondent Name:</b>	Jami A. Gekas - Foley & Lardner LLP		
<b>Address Line 1:</b>	321 N CLARK ST STE 3000		
<b>Address Line 4:</b>	CHICAGO, ILLINOIS 60654-4762		
<b>ATTORNEY DOCKET NUMBER:</b>	116515-5310		
<b>NAME OF SUBMITTER:</b>	Lindsey N. Birch		
<b>SIGNATURE:</b>	/Lindsey N. Birch/		
<b>DATE SIGNED:</b>	02/03/2023		
<b>Total Attachments: 2</b>			
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source=SDC - Trademark Assignment (Reg. No. 6701967)#page2.tif			

## TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (this "Assignment") effective as of April 27, 2022, is made and entered into by and between SMILEDIRECTCLUB, LLC, a Tennessee limited liability company, as assignor ("Assignor"), in favor of SDC U.S. SMILEPAY SPV, a Delaware statutory trust, as assignor ("Assignee").

WHEREAS, Assignor is the owner of the trademark registration identified in the attached Schedule A (the "Trademark");

WHEREAS, pursuant to that certain Purchase and Sale Agreement by and between the parties dated as of April 27, 2022, Assignor has assigned to Assignee all right, title and interest in and to the Trademark, and Assignor has agreed to execute this Assignment in order to evidence, effectuate and record such assignment in the United States Patent and Trademark Office;

NOW, THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby contributes, transfers, assigns and conveys to Assignee all of Assignor's right, title and interest in and to (i) the Trademark, and all trademark registrations and applications for the registration thereof, including the registrations and applications identified in the attached Schedule A, (ii) all renewals of the foregoing, (iii) the goodwill of the business connected with the use of or symbolized by the foregoing, (iv) all proceeds of the foregoing, including all income, royalties, damages, and payments now or hereafter due or payable with respect thereto, including, without limitation, damages, claims, and payments for past, present and future infringements thereof, (v) all rights to sue for past, present, and future infringements of the foregoing, including the right to settle suits involving claims and demands for royalties owing, and (vi) all other rights accruing thereunder or pertaining thereto throughout the world.

Assignor hereby authorizes and requests the United States Patent and Trademark Office to record Assignee as the assignee and owner of the Trademark. This Assignment will be governed by, and construed and enforced in accordance with, the substantive laws of the State of New York, without regard to its principles of conflict of laws.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be duly executed and delivered as of the date first written above.

ASSIGNOR:

SMILEDIRECTCLUB, LLC

By:  \_\_\_\_\_

Name: Melissa Hunter Smith

Title: Sr. Associate General Counsel, Global Intellectual Property

**SCHEDULE A**  
**to**  
**TRADEMARK ASSIGNMENT**

**TRADEMARK REGISTRATION**

MARK	SER. NO.	REG. NO.	REG. DATE	OWNER
SMILE JOURNEY	88567930	6701967	4/12/2022	SMILEDIRECTCLUB, LLC